

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of Texas

(State)

Case number (if known): Chapter 7

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name OKA USA RETAIL LLC

2. All other names debtor used in the last 8 years None

Include any assumed names, trade names, and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 8 5 - 3 9 9 9 7 1 4

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

3461 West Alabama St

Number Street

Number Street

P.O. Box

Houston

TX

77027

City

State

ZIP Code

City

State

ZIP Code

Location of principal assets, if different from principal place of business

Harris

County

Number Street

City

State

ZIP Code

5. Debtor's website (URL) https://www.oka.com/us

Debtor	OKA USA RETAIL LLC	Case number (if known)
Name		

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))

☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))

☐ Railroad (as defined in 11 U.S.C. § 101(44))

☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))

☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))

☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))

☒ None of the above

B. Check all that apply:

☐ Tax-exempt entity (as described in 26 U.S.C. § 501)

☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)

☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4421 _ _ _

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

☒ Chapter 7

☐ Chapter 9

☐ Chapter 11. Check **all** that apply:

☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).

☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).

☐ A plan is being filed with this petition.

☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.

☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor OKA USA RETAIL LLC Case number (if known) _____
Name

9. **Were prior bankruptcy cases filed by or against the debtor within the last 8 years?** ☒ No
☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
If more than 2 cases, attach a separate list. District _____ When _____ Case number _____
MM / DD / YYYY

10. **Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?** ☐ No
☒ Yes. Debtor See attached Petition Schedule 10 Relationship _____
District _____ When _____
MM / DD / YYYY
List all cases. If more than 1, attach a separate list. Case number, if known _____

11. **Why is the case filed in this district?** *Check all that apply:*
☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. **Does the debtor own or have possession of any real property or personal property that needs immediate attention?** ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
Why does the property need immediate attention? *(Check all that apply.)*
☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street

City State ZIP Code

Is the property insured?
☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

Debtor OKA USA RETAIL LLC Case number (if known) _____
Name

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input checked="" type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|---|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input checked="" type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/11/2024
MM / DD / YYYY

X /s/ Mark Saunders

Signature of authorized representative of debtor


Title Secretary

Mark Saunders

Printed name

Debtor OKA USA RETAIL LLC Case number (if known) _____
Name

18. Signature of attorney

 /s/ R. Craig Martin
Signature of attorney for debtor

Date 06/11/2024
MM / DD / YYYY

R. Craig Martin

Printed name

DLA Piper LLP (US)

Firm name

1201 North Market Street, Suite 2100

Number Street

Wilmington

City

(302) 468-5700

Contact phone

DE 19801

State ZIP Code

craig.martin@us.dlapiper.com

andrew.zollinger@us.dlapiper.com

Email address

24013108

Bar number

TX

State

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: Luxury American Design Holding, LLC Debtor.	Chapter 7 Case No. 24-_____ EIN: 83-1722556
In re: OKA USA LLC Debtor.	Chapter 7 Case No. 24-_____ EIN: 30-1135576
In re: OKA USA RETAIL LLC Debtor.	Chapter 7 Case No. 24-_____ EIN: 85-3999714

PETITION SCHEDULE 10

Pending Bankruptcy Cases Filed by Affiliated Entities

On the date hereof, each of the entities listed below filed a petition in the United States Bankruptcy Court for the Northern District of Texas for relief under chapter 7 of title 11 of the United States Code.

OKA USA LLC
Luxury American Design Holding, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: Luxury American Design Holding, LLC Debtor.	Chapter 7 Case No. 24-_____ EIN: 83-1722556
In re: OKA USA LLC Debtor.	Chapter 7 Case No. 24-_____ EIN: 30-1135576
In re: OKA USA RETAIL LLC Debtor.	Chapter 7 Case No. 24-_____ EIN: 85-3999714

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY INTEREST HOLDERS**

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations (as the term is defined in 11 U.S.C. § 101(9)), other than a governmental unit, that directly or indirectly own 10% or more of any class of any of the above-listed debtors (the “Debtors”) of this chapter 7 cases.

OKA Direct Limited owns 100% of membership interests of Debtor Luxury American Design Holding, LLC.

Debtor Luxury American Design Holding, LLC owns 100% of membership interests of Debtor OKA USA LLC.

Debtor OKA USA LLC owns 100% of membership interests of Debtor OKA USA Retail LLC.

Fill in this information to identify the case and this filing:

Debtor Name OKA USA Retail LLC
United States Bankruptcy Court for the: Northern District of Texas
(State)
Case number (If known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other document that requires a declaration Consolidated Corporate Ownership Statement and List of Equity Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/11/2024
MM / DD / YYYY

X /s/ Mark Saunders
Signature of individual signing on behalf of debtor

Mark Saunders
Printed name

Secretary
Position or relationship to debtor

**OMNIBUS WRITTEN CONSENT
OF
THE SOLE MEMBER OF
LUXURY AMERICAN DESIGN HOLDING, LLC**

June 11, 2024

The undersigned, being the sole member (the “**Member**”) of Luxury American Design Holding, LLC, a Delaware limited liability company (“**LADH**”), which is sole member of OKA USA LLC, a Texas limited liability company (“**OKA USA**”), which is the sole member of OKA USA Retail LLC, a Delaware limited liability company (“**OKA Retail**”, and together with LADH and OKA USA, the “**Companies**”, and each individually a “**Company**”), in conformity with the provisions of the Delaware Limited Liability Company Act, and the Texas Business Organizations Code the Member hereby adopts the following written consent (the “**Written Consent**”) as of the date first set forth above:

Chapter 7 Filing

WHEREAS, the Member has surveyed potential restructuring options for each Company and considered presentations by management and the advisors to such Company regarding the assets, liabilities and short- and long-term liquidity situation of such Company, and the impact of the foregoing on such Company’s business, prospects and enterprise value;

WHEREAS, the Member had the opportunity to consult with and ask questions of the management, the legal and financial advisors and other consultants to the applicable Company, and has fully considered each of the strategic alternatives available to such Company; and

WHEREAS, in the judgment of the Member, after consulting with the management, legal and financial advisors of, and other consultants to, the Companies, it is desirable and in the best interests of the Companies, their creditors, their equity holders and other parties in interest, that the Companies each file or cause to be filed forthwith a voluntary petition for relief (such voluntary petition commencing a “**Chapter 7 Case**”) under Chapter 7 of the United States Bankruptcy Code (Title 11 of the United States Code) (the “**Bankruptcy Code**”).

RESOLVED, that each Company shall be, and hereby is, authorized to file or cause to be filed forthwith a Chapter 7 Case under the provisions of the Bankruptcy Code in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “**Bankruptcy Court**”); and it is further

RESOLVED, that, to the extent not already appointed and currently serving as such pursuant to separate resolutions or consents of each Company, Mark Saunders is appointed as the secretary of each Company (the “**Authorized Officer**”), and the Authorized Officer, acting alone be, and hereby is, authorized, empowered and directed to execute and file on behalf of the applicable Company all petitions, schedules, lists, motions, certificates, declarations, papers and documents, and to take any and all action that any one or more deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of such Company’s business or to successfully prosecute the Chapter 7 Case; and it is further

RESOLVED, each Company, and, by and through the Authorized Officer, each Company is hereby authorized, directed, and empowered (i) to execute and verify the bankruptcy petitions and all documents ancillary thereto, and to cause each petition to be filed with the Bankruptcy Court, such petition to be filed at such time as the Authorized Officer executing such petition shall determine and to be in the

form approved by the Authorized Officer executing such petition, with the execution thereof by the Authorized Officer being conclusive evidence of the approval thereof by the Authorized Officer; (ii) to make or cause to be made prior to the execution thereof any modifications to each petition or such ancillary documents that, in the judgment of such Authorized Officer, may be necessary, appropriate, or desirable in connection with each of the Company's bankruptcy case, and (iii) to review the complete list of creditors of each Company (the "**Creditor Matrix**") and to cause the Creditor Matrix to be filed with the Bankruptcy Court and to execute and file a declaration in support of such Creditor Matrix, which shall be filed at such time as the Authorized Officer shall determine and to be in the form approved by the Authorized Officer executing such Creditor Matrix, with the execution thereof by the Authorized Officer being conclusive evidence of the approval thereof by the Authorized Officer.

FURTHER RESOLVED, that each Company is authorized, empowered and directed to employ the law firm of DLA Piper LLP (US), as general bankruptcy counsel to represent and assist each Company in preparing and filing the bankruptcy petitions and related forms, schedules, lists, statements and other papers or documents.

General Authority

RESOLVED, that the Authorized Officer be, and hereby is, authorized, directed and empowered, in the name and on behalf of each Company, or otherwise, to take all such further and other action in connection with the resolutions hereinabove adopted as they may deem necessary, advisable, or proper to effectuate the intent and accomplish the purposes of the foregoing resolutions and to incur all such fees and expenses as any such Authorized Officer deems to be necessary, appropriate or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to successfully complete the Chapter 7 Case, the taking of any such action or execution of any such documents and/or agreements to constitute conclusive evidence and the exercise of such discretionary authority; and it is further; and it is further

RESOLVED, that the omission from these resolutions of any agreement or other arrangement contemplated by any of the agreements or instruments described in the foregoing resolutions or any action to be taken in accordance with any requirements of any of the agreements or instruments described in the foregoing resolutions shall in no manner derogate from the authority of the Authorized Officer to take all actions necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions; and it is further

RESOLVED, that the Member has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of each Company, or hereby waive any right to have received such notice; and it is further

RESOLVED, that the Member hereby ratifies and confirms any and all acts heretofore taken in connection with the foregoing resolutions by the Authorized Officer on behalf of each Company in good faith in Authorized Officer's capacities as such officer as the valid and binding acts of such Company duly approved by the Member. This consent may be executed by facsimile, telecopy or other electronic means or reproduction, and such execution shall be considered valid, binding and effective for all purposes.

This consent shall be filed with the minutes of the proceedings of each respective Company.

[remainder of page intentionally left blank]

IN WITNESS WHEREOF, this unanimous written consent shall be effective as of the date first written above.

**SOLE MEMBER OF LUXURY AMERICAN
DESIGN HOLDING, LLC:**

OKA Direct Limited

By: 
Name: Mark Saunders
Title: CEO

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

<p>In re:</p> <p>Luxury American Design Holding, LLC</p> <p style="text-align: right;">Debtor.</p>	<p>Chapter 7</p> <p>Case No. 24-_____</p> <p>EIN: 83-1722556</p>
<p>In re:</p> <p>OKA USA LLC</p> <p style="text-align: right;">Debtor.</p>	<p>Chapter 7</p> <p>Case No. 24-_____</p> <p>EIN: 30-1135576</p>
<p>In re:</p> <p>OKA USA RETAIL LLC</p> <p style="text-align: right;">Debtor.</p>	<p>Chapter 7</p> <p>Case No. 24-_____</p> <p>EIN: 85-3999714</p>

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept..... \$75,000.00

Prior to the filing of this statement I have received \$75,000.00

Balance Due..... \$0.00

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other: OKA USA LLC paid a single, \$75,000.00 flat fee on behalf of all the debtors for the filings of the debtors.

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
- ☐ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

06/11/2024
Date

/s/ R. Craig Martin
Signature of Attorney
DLA Piper LLP (US)
Name of law firm